FORM 4

Check this box if no longer subject

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

wasnington,	D.C. 20549

STATEMENT	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL

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to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  CRONIN BILL					2. Issuer Name and Ticker or Trading Symbol Xometry, Inc. [ XMTR ]									Check	all app	ionship of Reportin all applicable) Director Officer (give title		rson(s) to Is  10% Ov  Other (s	wner	
(Last) (First) (Middle) C/O XOMETRY, INC.					3. Date of Earliest Transaction (Month/Day/Year) 09/22/2022									X	below)		below) nue Officer		,,,,,	
7529 STANDISH PLACE, SUITE 200					If Amendment, Date of Original Filed (Month/Day/Year)								-) 6	6. Individual or Joint/Group Filing (Check Applicable						
(Street) DERWO	(Street) DERWOOD MD 20855				/	4. II Amendment, Date of Original Filed (Month/Day/Year)									ine)	9)				
(City)	(St	ate) (Z	Zip)											1 0130						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye			ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an				nd 5) Secu Bene Owne		rities Fo ficially (D ed Following Ind		m: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code V		Am	nount	(A) or (D)	) or Price		Reported Transaction( (Instr. 3 and		(IIISI	u. 4)	(111511. 4)	
Class A Common Stock 09/			09/22/202	22				<b>S</b> <sup>(1)</sup>		7	7,687	D	\$61.4	53(2)	i3 <sup>(2)</sup> 125,266			D		
Class A Common Stock 09/22/20			09/22/202	2			S <sup>(1)</sup>		4	4,813	D	D \$62.0895		5(3) 120,453			D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exe if ar	Deemed cution Date, ny nth/Day/Year)		saction de (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Expiration Date (Month/Day/Year)			Amo Secu Unde Deriv	rlying rative rity (Instr. I 4)	Deri Sec (Ins	vative urity r. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Dat Exe	e ercisab		Expiration Date	Title	Amount or Number of Shares						

## **Explanation of Responses:**

- 1. Represents shares sold in a transaction that was effected automatically pursuant to a Rule 10b5-1 trading plan adopted by the reporting person at least 14 days prior to the trading date
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.85 to \$61.83, inclusive. The reporting person undertakes to provide to Xometry, Inc., any security holder of Xometry, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) and (3) to this Form 4.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.85 to \$62.54, inclusive.

## Remarks:

/s/ Kristie Scott, Attorney-in-

09/23/2022

**Fact** 

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.